

0100142012

HELM
FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4516

VIA AIR COURIER

March 14, 1994

RECORDATION NO. **18733** FILED 1425

MAR 15 1994 - 05 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

Dear Ms. Lee:

Enclosed are two (2) originals of the Memorandum of Lease of Railroad Equipment dated as of December 2, 1993 between the following parties:

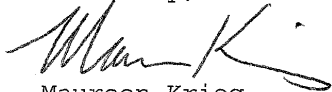
Lessor:	Helm Financial Corporation One Embarcadero Center, Suite 3500 San Francisco, CA 94111
Lessee:	Indiana Harbor Belt Railroad Company 2721 161st Street Hammond, IN 46323-1099

The equipment involved in this transaction is as follows:

Equipment:	Thirty (30) Gondola Railcars (see Exhibit A for car numbers)
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Please file this agreement as a primary document. The filing fee of \$18.00 is included in the enclosed check.

Sincerely,



Maureen Krieg
Contracts Administrator

mek
Enclosures (2)

RECEIVED
OFFICE OF THE
SECRETARY
MAR 15 9 52 AM '94
LICENSING BRANCH

Interstate Commerce Commission
Washington, D.C. 20423

3/23/94

OFFICE OF THE SECRETARY

Maureen Krieg
Helm Equip. Leasing Corporation
One Embarcadero Center
San Francisco, Calif. 94111

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,

on 3/15/94 at 10:05am , and assigned

recordation number(s). 16168-YY, 16168-ZZ , 16797-G 18038-E 18038-F
18038-G 18733, 18734, 187 35 & 18736

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

18733
RECORDATION NO. FILED 1425

MAR 15 1994 - 10 05 AM

MEMORANDUM OF INTERSTATE COMMERCE COMMISSION
LEASE OF RAILROAD EQUIPMENT

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT ("Memorandum of Lease") made as of December 2, 1993 is intended to evidence the Lease of Railroad Equipment dated as of December 2, 1993 (the "Lease") between HELM FINANCIAL CORPORATION, a California corporation ("Lessor"), and INDIANA HARBOR BELT RAILROAD COMPANY, an Indiana corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the thirty (30) railcars, more fully described in Exhibit A hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.


LESSOR

LESSEE

HELM FINANCIAL CORPORATION

INDIANA HARBOR BELT RAILROAD
COMPANY

By: 

By: 

Title: President

Title: C. H. ALLEN
GENERAL MANAGER

Date: December 17, 1993

Date: DEC 03 1993

EXHIBIT A

To the Memorandum of Lease of Railroad Equipment

Dated December 2, 1993

Equipment Description:

Thirty (30), 1980 cubic foot, 100-ton, fixed end, roller-bearing low side gondola railcars; built by Norfolk and Western Roanoke Shops in 1965.

Unit Numbers:

IHB 600-629

STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

On Dec 17, 1993, before me, Andrea Bongasli,
personally appeared Richard C. Kirchner, President of **HELM FINANCIAL
CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is/are subscribed to the within
instrument and acknowledged to me that he/she/they executed the
same in his/her/their authorized capacity(ies), and that by
his/her/their signature(s) on the instrument the person(s), or
the entity upon behalf of which the person(s) acted, executed
the instrument.

Witness my hand and official seal.

Andrea Bongasli
SIGNATURE OF THE NOTARY

STATE OF INDIANA)

) S

COUNTY OF LAKE)

On this 3rd day of December, 1993, before me personally
appeared Charles A. Allen, to me personally known,
who, being by me duly sworn, says that he is General Manager
of **INDIANA HARBOR BELT RAILROAD COMPANY**, that said instrument was
signed and sealed on behalf of said corporation by authority of its
President and Directors and he acknowledged that the execution of the
foregoing instrument was the free act and deed of said corporation.

Diane R. Pender
Notary Public

My Commission Expires:

DIANE R. PENDER
NOTARY PUBLIC STATE OF INDIANA
LAKE COUNTY
MY COMMISSION EXP SEPT 19, 1994

[Notarial Seal]